POWER OF ATTORNEY

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PATENT & TRADEMARK OFFICE

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

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In re Application of: Jean MARTINEZ et al.

Application No.: 09/880498 Group Art Unit:

Filing Date: June 13, 2001 Examiner:

For: GROWTH HORMONE SECRETAGOGUES Attorney Docket No.: 87264-100

POWER OF ATTORNEY BY ASSIGNEE
AND EXCLUSION OF INVENTOR(S) UNDER 37 C.F.R. 3.71

Assistant Commissioner for Patents
Washington, D.C. 20231

Sir:

The undersigned assignee of the entire interest in the above-identified subject application hereby appoints Allan A. Fanucci (Reg. No. 30,256) of WINSTON & STRAWN (Customer No. 28765) to prosecute this application and to transact all business in the United States Patent and Trademark Office connected therewith.

Please direct all correspondence for this application to Customer No. 28765 to the attention of Allan A. Fanucci (telephone 212-294-3311, facsimile 212-294-4700).

An assignment of the entire interest in the above-identified subject application is submitted herewith for recording and a copy is attached.

ASSIGNEE: **ZENTARIS AG**

Signature: Gunter Nauwald

Date of Signature: June 6, 2001

Typed Name: Gunter Nauwald

Position/Title: Senior Patent Manager

Address: Weismüllerstrasse 45
D-60314 Frankfurt/Main
GERMANY

COPY

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ASSIGNMENT

WHEREAS, We,

Jean MARTINEZ, a citizen of France residing at Chemin des Romains, 34570 Saussan, France;

Jean-Alain FEHRENTZ, a citizen of France residing at 4 les Saladelles, 34400 St. Nazaire de Pezan, France; and

Vincent GUERLAVAIS, a citizen of France residing at 58 Rue des Gabares Bat. B, 34000 Montpellier, France,

ASSIGNORS, are the inventors of the invention in **GROWTH HORMONE SECRETAGOGUES**, for which we have executed an application for a Patent of the United States

☒ which is executed on even date herewith
☒ which is identified by Winston & Strawn Docket No. 87264-100
☒ which was filed on June 13, 2001 as Application No. 09/880,498

WHEREAS, **ZENTARIS AG**, a German Company having a place of business at Weismüllerstrasse 45, 60314 Frankfurt/Main, Germany, ASSIGNEE, is desirous of obtaining our entire right, title and interest in, to and under the said invention and the said application:

NOW, THEREFORE, in consideration of the sum of One Dollar ($1.00) to us in hand paid, and other good and valuable consideration, the receipt of which is hereby acknowledged, we, the said ASSIGNORS, have sold, assigned, transferred and set over, and by these presents do hereby sell, assign, transfer and set over, unto the said ASSIGNEE, its successors, legal representatives and assigns, our right, title and interest in, to and under the said invention, and the said United States application and all and divisions, renewals and continuations thereof, and all Patents of the United States which may be granted thereon and all reissues and extensions thereof; and all applications for industrial property protection, including, without limitation, all applications for patents, utility models, and designs which may hereafter be filed for said invention in any country or countries other than the United States, together with the right to file such applications and the right to claim for the same the priority rights derived from said United States application under the Patent Laws of the United States, the International Convention for the Protection of Industrial Property, or any

other international agreement or the domestic laws of the country in which any such application is filed, as may be applicable; and all forms of industrial property protection, including, without limitation, patents, utility models, inventors' certificates and designs which may be granted for said invention in any country or countries foreign to the United States and all extensions, renewals and reissues thereof;

AND WE HEREBY authorize and request the Commissioner of Patents and Trademarks of the United States, and any Official of any country or countries foreign to the United States, whose duty it is to issue patents or other evidence or forms of industrial property protection on applications as aforesaid, to issue the same to the said ASSIGNEE, its successors, legal representatives and assigns, in accordance with the terms of this instrument;

AND WE HEREBY covenant and agree that we have full right to convey the entire interest herein assigned, and that we have not executed, and will not execute, any agreement in conflict herewith;

AND WE HEREBY further covenant and agree that we will communicate to the said ASSIGNEE, its successors, legal representatives and assigns, any facts known to us respecting said invention, and testify in any legal proceeding, sign all lawful papers, execute all divisional, continuing, reissue and foreign applications, make all rightful oaths, and generally do everything possible to aid the said ASSIGNEE or, its successors, legal representatives and assigns, to obtain and enforce proper protection for said invention in all countries.

IN WITNESS WHEREOF, the undersigned inventors have affixed their signatures.

06.06.01
Date

Jean MARTINEZ

On this _____ day of _____, 2001, before me appeared **Jean MARTINEZ**, to me known and known to me to be the person of that name, who signed the foregoing instrument, and acknowledged the same to be his/her free act and deed.

06.06.01
Date

Witness

06.06.01
Date

Jean-Alain FEHRENTZ

On this 13.07.01 day of _____, 2001, before me appeared **Jean-Alain FEHRENTZ**, to me known and known to me to be the person of that name, who signed the foregoing instrument, and acknowledged the same to be his/her free act and deed.

06.06.01
Date

Marc ROLLAND
Witness

06.06.01
Date

Vincent GUERLAVAIS

On this _____ day of _____, 2001, before me appeared **Vincent GUERLAVAIS**, to me known and known to me to be the person of that name, who signed the foregoing instrument, and acknowledged the same to be his/her free act and deed.

06.06.01
Date

Witness

ASSIGNMENT

WHEREAS, We,

Jean MARTINEZ, a citizen of France residing at Chemin des Romains, 34570 Saussan, France;

Jean-Alain FEHRENTZ, a citizen of France residing at 4 les Saladelles, 34400 St. Nazaire de Pezan, France; and

Vincent GUERLAVAIS, a citizen of France residing at 58 Rue des Gabares Bat. B, 34000 Montpellier, France,

ASSIGNORS, are the inventors of the invention in **GROWTH HORMONE SECRETAGOGUES**, for which we have executed an application for a Patent of the United States

☒ which is executed on even date herewith
☒ which is identified by Winston & Strawn Docket No. 87264-100
☒ which was filed on June 13, 2001 as Application No. 09/880,498

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NOW, THEREFORE, in consideration of the sum of One Dollar ($1.00) to us in hand paid, and other good and valuable consideration, the receipt of which is hereby acknowledged, we, the said ASSIGNORS, have sold, assigned, transferred and set over, and by these presents do hereby sell, assign, transfer and set over, unto the said ASSIGNEE, its successors, legal representatives and assigns, our right, title and interest in, to and under the said invention, and the said United States application and all and divisions, renewals and continuations thereof, and all Patents of the United States which may be granted thereon and all reissues and extensions thereof; and all applications for industrial property protection, including, without limitation, all applications for patents, utility models, and designs which may hereafter be filed for said invention in any country or countries other than the United States, together with the right to file such applications and the right to claim for the same the priority rights derived from said United States application under the Patent Laws of the United States, the International Convention for the Protection of Industrial Property, or any

other international agreement or the domestic laws of the country in which any such application is filed, as may be applicable; and all forms of industrial property protection, including, without limitation, patents, utility models, inventors' certificates and designs which may be granted for said invention in any country or countries foreign to the United States and all extensions, renewals and reissues thereof;

AND WE HEREBY authorize and request the Commissioner of Patents and Trademarks of the United States, and any Official of any country or countries foreign to the United States, whose duty it is to issue patents or other evidence or forms of industrial property protection on applications as aforesaid, to issue the same to the said ASSIGNEE, its successors, legal representatives and assigns, in accordance with the terms of this instrument;

AND WE HEREBY covenant and agree that we have full right to convey the entire interest herein assigned, and that we have not executed, and will not execute, any agreement in conflict herewith;

AND WE HEREBY further covenant and agree that we will communicate to the said ASSIGNEE, its successors, legal representatives and assigns, any facts known to us respecting said invention, and testify in any legal proceeding, sign all lawful papers, execute all divisional, continuing, reissue and foreign applications, make all rightful oaths, and generally do everything possible to aid the said ASSIGNEE or, its successors, legal representatives and assigns, to obtain and enforce proper protection for said invention in all countries.

IN WITNESS WHEREOF, the undersigned inventors have affixed their signatures.

06.06.01 _____
Date

Jean MARTINEZ

On this _____ day of _____, 2001, before me appeared **Jean MARTINEZ**, to me known and known to me to be the person of that name, who signed the foregoing instrument, and acknowledged the same to be his/her free act and deed.

06,06,01 _____
Date

Witness

06.06.01
Date

Jean-Alain FEHRENTZ

On this _____ day of _____, 2001, before me appeared **Jean-Alain FEHRENTZ**, to me known and known to me to be the person of that name, who signed the foregoing instrument, and acknowledged the same to be his/her free act and deed.

06.06.01
Date

Witness

06.06.01
Date

Vincent GUERLAVAIS

On this 6 day of June, 2001, before me appeared **Vincent GUERLAVAIS**, to me known and known to me to be the person of that name, who signed the foregoing instrument, and acknowledged the same to be his/her free act and deed.

06.06.01
Date

Witness SCHIAVI Bruno